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WC 09-57

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In the Matter of the Joint Application of

Nexitos, LLC, Transferor,
NexUStel, LLC, Licensee,

and

Greentel, LLC, Transferee,

For Grant of Authority Pursuant to
Section 214 of the Communications Act of 1934,
as amended, and Sections 63.04 and 63.24 of the
Commission's Rules to Complete a
Transfer of Control of Authorized
Domestic and International Section 214 Carrier

File No ITC-T/C-2009-_____

WC Docket No 09-_____

JOINT APPLICATION

I. INTRODUCTION

A. Summary of Transaction

NexUStel, LLC ("NexUStel"), Nexitos, LLC ("Nexitos"), and Greentel, LLC ("Greentel") (collectively, "Applicants"), pursuant to Section 214 of the Communications Act, as amended, 47 U.S.C. § 214, and Sections 63.04 and 63.24 of the Commission's Rules, 47 C.F.R §§ 63.04, 63.24, hereby respectfully request Federal Communications Commission ("Commission") approval to consummate a transaction that will result in the transfer of control of NexUStel to Greentel ("Transaction") Nexitos and Greentel have entered into a Purchase Agreement whereby Greentel will acquire a 50% interest in NexUStel, LLC upon receipt of

NexUStel's day-to-day operations.¹ NexUStel is a small company that operates as a switchless long distance reseller and does not own or operate any telecommunications facilities. The company will continue to be operated from its headquarters in Miami, Florida, and will continue to maintain all of its books and records, including all of its customer account information, at its Miami headquarters. NexUStel will continue to be run by the same experienced, well qualified management, operational and technical personnel that have managed the company since its inception on January 22, 2008. In addition, NexUStel will continue to provide switchless resold interstate and international telecommunications services to its existing customers at the same rates, terms and conditions, and the Transaction will therefore be virtually transparent to its customers.

B. Request for Streamlined Processing

Applicants respectfully submit that this Application is eligible for streamlined processing pursuant to Section 63.03 and 63.12 of the Commission's Rules, 47 C.F.R. §§ 63.03 & 63.12. With respect to domestic authority, this Application is eligible for streamlined processing pursuant to Section 63.03(b)(2)(i) because, immediately following the transaction, (1) Applicants and their affiliates, as defined in Section 3(1) of the Communications Act ("Affiliates") combined will hold less than a ten percent (10%) share of the interstate, interexchange market; (2) Applicants and their Affiliates will provide local exchange service only in areas served by dominant local exchange carriers (none of which is a party to the proposed transaction) and; (3) none of the Applicants or their Affiliates is dominant with respect to any service.

¹ On December 18, 2008, Nexitos acquired from Cassara Acquisition Group, LLC ("CAG"), an investment holding company, 100% of the common membership interest of NexUStel and became the Managing Member of NexUStel. A combined domestic and international application seeking authority for this 'management buy-out' transaction was filed on April 8, 2009.

With respect to international authority, this Application is eligible for streamlined processing pursuant to Section 63.12(a)-(b) of the Commission's Rules, 47 C.F.R. §63.12(a)-(b). In particular, Section 63.12(c)(1) is inapplicable because none of the Applicants is a foreign carrier, or is affiliated with any foreign carriers and none of the scenarios outlined in Section 63.12(c) of the Commission's Rules, 47 C.F.R. § 63.12(c), applies.

In support of this Application, Applicants provide the following information:

II. DESCRIPTION OF THE APPLICANTS

A. NexUSStel, LLC

NexUSStel is a Delaware limited liability company corporation located at 9700 South Dixie Hwy., Suite 550, Miami, FL 33156. NexUSStel provides switchless resold interstate and international telecommunications services to approximately 735 customers. NexUSStel holds international Section 214 authority granted in File No. ITC-214-20080421-00191, and holds blanket domestic Section 214 authority. As a switchless reseller, NexUSStel does not own or operate any telecommunications lines or other transmission facilities. The Company's headquarters are located in Miami, Florida, and it maintains all of its books and records, including all of its customer account information, at its Miami headquarters. NexUSStel will continue to be run by the same experienced, well qualified management, operational and technical personnel that have managed the company since its inception on January 22, 2008. In addition, NexUSStel will continue to provide switchless resold interstate and international telecommunications services to its existing customers at the same rates, terms and conditions.

B. Nexitos, LLC

Nexitos is a Florida limited liability company located at 9700 South Dixie Highway, Suite 550, Miami, FL 33156. Nexitos was organized by Mr. Jorge Asecio, NexUSStel's President, for the purpose of effecting a December 2008 Transaction to acquire control of NexUSStel from


its investor, Cassara Acquisition Group, LLC. Mr. Asecio holds 70 percent of the interests in Nexitos, and he continues to manage the day-to-day operations of NexUStel, which he has always managed and operated since its inception.

C. Greentel, LLC

Greentel is a Florida limited liability company located at 9700 South Dixie Highway, Suite 550, Miami, FL 33156. Greentel was organized by Mr. Luis Echeverria and Mr. Ramon Rojas for the purpose of effecting the Transaction to acquire 50% of NexUStel.

III. DESCRIPTION OF THE TRANSACTION

Nexitos and Greentel entered into a Purchase Agreement ("Agreement") on January 30, 2009 whereby Greentel will acquire a 50% interest in NexUStel, LLC upon receipt of required regulatory approvals. As a result, both Nexitos and Greentel will hold a 50% interest in NexUStel, LLC. Applicants therefore request authority for the transfer of control of NexUStel to Greentel. Following the Transaction, NexUStel will continue to hold the managerial, technical, and financial qualifications to provide resold interstate and international services. In addition, NexUStel will continue to offer service with no change in its name or its rates or terms and conditions of service, and therefore, the transfer of control of NexUStel was seamless and transparent to its customers.

For the Commission's convenience, pre- and post-transaction illustrative charts for the Transaction are provided as Exhibit A. 

IV. PUBLIC INTEREST STATEMENT

Applicants submit that the Transaction will serve the public interest because it will enable NexUStel to obtain access to additional resources from Greentel. These additional resources will allow NexUStel to enhance its range of innovative switchless resold telecommunications

products and services and strengthen its competitive position to the benefit of its consumers and the telecommunications marketplace.

NexUSTel does not have access to any telecommunications facilities and will continue to operate as a switchless reseller from its headquarters in Miami, Florida. The company will also continue to hold the managerial, operational and technical qualifications of existing NexUSTel management. Although the principals of Nexitos and Greentel are foreign nationals, they are all long-time residents of the United States and intend to continue to operate the Company as they currently do, including maintaining all of its books and records, including all of its customer account information, at the Company's Miami headquarters. Because NexUSTel is a switchless reseller, it does not have facilities that would be relevant to law enforcement surveillance efforts.

In addition, the Transaction will be conducted in a manner that will be virtually transparent to NexUSTel's switchless resale customers. The transfer of control of NexUSTel will not result in a change of carrier for customers or any assignment or transfer of authorizations. Following consummation of the Transaction, NexUSTel will continue to provide switchless resold telecommunications services to its customers without interruption and without change in rates, terms or conditions. Applicants emphasize that the proposed transfer of control will be seamless and virtually transparent to NexUSTel's customers, and in no event will it result in the discontinuance, reduction, loss, or impairment of service to customers.

V. INFORMATION REQUIRED BY SECTION 63.24(e)

Pursuant to Section 63.24(e)(3) of the Commission's Rules, the Applicants submit the following information requested in Section 63.18 (a)-(d) and (h)-(p) in support of this Application:

ANSWER TO QUESTION # 10

63.18 (a) Name, address and telephone number of each Applicant:Transferor:

Nexitos, LLC
 9700 South Dixie Hwy., Suite 550
 Miami, FL 33156
 Tel: 786 464 8810

FRN: 0018645876

Licensee:

NexUStel, LLC
 9700 South Dixie Hwy., Suite 550
 Miami, FL 33156
 Tel: (786) 464 8808

FRN: 0017653122

Transferee:

Greentel, LLC
 9700 South Dixie Hwy., Suite 550
 Miami, FL 33156
 Tel: 786 464 8812

FRN: 0018675884

63.18 (b) Jurisdiction of Organizations:

Transferor: Nexitos, LLC is a limited liability company formed under the laws of Florida.

Licensee: NexUStel, LLC is a limited liability company formed under the laws of Delaware.

Transferee: Greentel, LLC is a limited liability company formed under the laws of Florida.

63.18 (c) Correspondence concerning this Application should be sent to:

Tracy Perez, Esq.
 De La Pena Group, P.A.
 602 Brickell Key Drive
 Suite 705
 Miami, FL 33131
 Tel: 305-377-0909
 Fax: 305-377-1771
 Email: tperez@dlp.law.com

With copies to:

Kenneth Jacobi
 GSAssociates, LLC

1200 Old Alpharetta Road
Alpharetta, GA 30005
Tel: 770-891-0172
Fax: 866-766-3591
Email: ken@gsaudits.com

- 63.18 (d)** Neither Nexitos nor Greentel hold any domestic or Section 214 authority.

NexUStel holds international Section 214 authority granted in File No. ITC-214-20080421-00191 and holds blanket domestic Section 214 authority.

- 63.18 (h)** In accordance with 63.24(e)(3), items (h)-(p) are provided for the Applicants.²

Pre-Transaction Ownership

- (1) The following entity owns or controls ten percent (10%) or more of the equity of **NexUStel, LLC**:

Name: Nexitos, LLC
Address: 9700 South Dixie Hwy., Suite 550
Miami, FL 33156
Citizenship: U.S. (Florida limited liability company)
Percentage Owned: 100%
Principal Business: Holding company for NexUStel interests

- (2) The following individuals own or control ten percent (10%) or more of the equity of **Nexitos, LLC**:

(a) Name: Jorge A. Asecio
Address: 7427 SW 189 St.
Cutler Bay, FL 33157
Citizenship: Chile
Percentage Owned: 70%
Principal Business: Individual

(b) Name: Julio G. Alvarez
Address: 8180 Geneva Court, Apt. 328-B
Doral, FL 33166
Citizenship: Chile
Percentage Owned: 20%
Principal Business: Individual

² While the Commission's rules for combined domestic and international applications require this information only for the assignee/transferee, see 47 C.F.R. §§ 63.04(b), 63.24(3)(2), Applicants are providing ownership information for both parties.

(c) Name: Sonia Varas
 Address: 11479 NW 60 Terrace # 368
 Doral, FL 33178
 Citizenship: Chile
 Percentage Owned: 10%
 Principal Business: Individual

Post-Transaction Ownership

(1) The following entities will own or control ten percent (10%) or more of the equity of **NexUStel, LLC**:

(a) Name: Nexitos, LLC
 Address: 9700 South Dixie Hwy., Suite 550
 Miami, FL 33156
 Citizenship: U.S. (Florida limited liability company)
 Percentage Owned: 50%
 Principal Business: Holding company for NexUStel interests

(b) Name: Greentel, LLC
 Address: 9700 South Dixie Hwy., Suite 550
 Miami, FL 33156
 Citizenship: U.S. (Florida limited liability company)
 Percentage Owned: 50%
 Principal Business: Holding company for NexUStel interests

(2) The following individuals own or control ten percent (10%) or more of the equity of **Nexitos, LLC**:

(a) Name: Jorge A. Asecio
 Address: 7427 SW 189 St.
 Cutler Bay, FL 33157
 Citizenship: Chile
 Percentage Owned: 70%
 Principal Business: Individual

(b) Name: Julio G. Alvarez
 Address: 8180 Geneva Court, Apt. 328-B
 Doral, FL 33166
 Citizenship: Chile
 Percentage Owned: 20%
 Principal Business: Individual

(c) Name: Sonia Varas
 Address: 11479 NW 60 Terrace # 368
 Doral, FL 33178
 Citizenship: Chile
 Percentage Owned: 10%

Principal Business: Individual

- (3) The following individuals will own or control ten percent (10%) or more of the equity of Greentel, LLC:

(a) Name: Ramon Rojas
Address: 9700 South Dixie Hwy, Suite 550
Miami, FL 33156
Citizenship: Dominican Republic
Percentage Owned: 50%
Principal Business: Individual

(b) Name: Luis Echevarria
Address: 9700 South Dixie Hwy, Suite 550
Miami, FL 33156
Citizenship: U.S.
Percentage Owned: 50%
Principal Business: Individual



ANSWER TO QUESTION # 12

No other entity holds a 10% or greater direct or indirect interest in Applicants. No officer or director of Applicants also serves as an officer or director of a foreign carrier as defined in Section 63.09(d).

ANSWER TO QUESTION # 14

63.18 (i) Applicants certify that they are not foreign carriers, nor are they affiliated with foreign carriers, nor will they become affiliated with foreign carriers as a result of this transaction.

ANSWER TO QUESTION # 15

63.18 (j) Applicants certify that they do not seek to provide international telecommunications services to any destination country where:

- (1) An Applicant is a foreign carrier in that country; or
- (2) An Applicant controls a foreign carrier in that country; or
- (3) Any entity that owns more than 25 percent of an Applicant, or that controls an Applicant, controls a foreign carrier in that country; or
- (4) Two or more foreign carriers (or parties that control foreign carriers) own, in the aggregate more than 25 percent of an Applicant and are parties to, or the beneficiaries of, a contractual relation affecting the provision or marketing of international basic telecommunications services in the United States.

63.18 (k) Not applicable.

63.18 (l) Not applicable.

63.18 (m) Not applicable.

- 63.18 (n)** Applicants certify that they have not agreed to accept special concessions directly or indirectly from any foreign carrier with respect to any U.S. international route where the foreign carrier possesses market power on the foreign end of the route and will not enter into such agreements in the future.
- 63.18 (o)** Applicants certify that they are not subject to denial of federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1998. *See* 21 U.S.C. § 853a. *See also* 47 C.F.R. §§ 1.2001-1.2003.
- 63.18 (p)** Applicants respectfully submit that this Application is eligible for streamlined processing pursuant to Section 63.12(a)-(b) of the Commission's Rules, 47 C.F.R. §63.12(a)-(b). In particular, Section 63.12(c)(1) is inapplicable because none of the Applicants is or is affiliated with any foreign carriers and none of the scenarios outlined in Section 63.12(c) of the Commission's Rules, 47 C.F.R. § 63.12(c), applies.

VI. INFORMATION REQUIRED BY SECTION 63.04

In lieu of an attachment, pursuant to Commission Rule 63.04(b), 47 C.F.R. § 63.04(b) Applicants submit the following information in support of their request for domestic Section 214 authority in order to address the requirements set forth in Commission Rule 63.04(a)(6)-(12), 47 C.F.R. § 63.04(a)(6)-(12):

- (a)(6)** A description of the transaction is set forth in **Section III** above.
- (a)(7)** NexUSTel is authorized to provide competitive intrastate long distance telecommunications services in Florida. In addition, NexUSTel is authorized to provide competitive intrastate long distance telecommunications services in a number of other states but is submitting requests to withdraw these authorizations because it has not provided any services pursuant to those certificates and has no current plans to provide intrastate telecommunication services in those states for the foreseeable future. All of the services provided by NexUSTel are competitive in nature and neither NexUSTel nor any affiliated company holds a dominant position in any market.
- Applicants are not affiliated with any other telecommunications carrier.
- (a)(8)** Applicants respectfully submit that this Application is eligible for streamlined processing pursuant to Sections 63.03 of the Commission's Rules, 47 C.F.R. §63.03. In particular, with respect to domestic authority, this Application is eligible for streamlined processing pursuant to Section 63.03(b)(2)(i) because, immediately following the transaction, (1) Applicants and their affiliates (as defined in Section 3(1) of the Communications Act - ("Affiliates") combined will hold less than a ten

ANSWER TO QUESTION # 16

percent (10%) share of the interstate, interexchange market; (2) Applicants and their Affiliates will provide local exchange service only in areas served by dominant local exchange carriers (none of which is a party to the proposed transaction) and; (3) none of the Applicants or their Affiliates is dominant with respect to any service.

(a)(9) By this Application, Applicants seek authority with respect to both international and domestic Section 214 authorizations (this Application is being separately and concurrently filed with respect to both types of authorities in compliance with Commission Rule 63.04(b), 47 C.F.R. § 63.04(b)). No other applications are being filed with the Commission with respect to this transaction.

(a)(10) Prompt completion of the proposed transaction is critical to ensure that Applicants can obtain the benefits described in the foregoing application. Accordingly, Applicants respectfully request that the Commission approve this Application expeditiously in order to allow Applicants to consummate the proposed transaction as soon as possible.

(a)(11) Not applicable.

(a)(12) A statement showing how grant of the application will serve the public interest, convenience and necessity is provided in Section IV above.



VII. CONCLUSION

For the reasons stated above, Applicants respectfully submit that the public interest, convenience, and necessity would be furthered by a grant of this Application. Applicants respectfully request expedited treatment to permit Applicants to complete the Transaction as soon as possible.

Respectfully submitted,

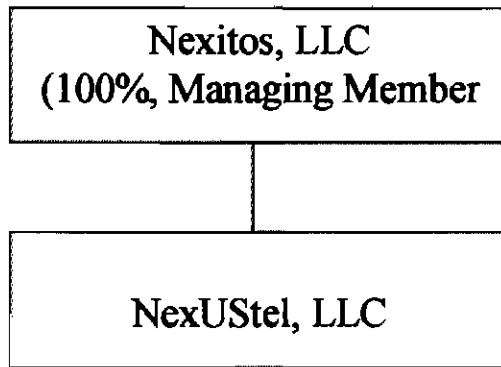
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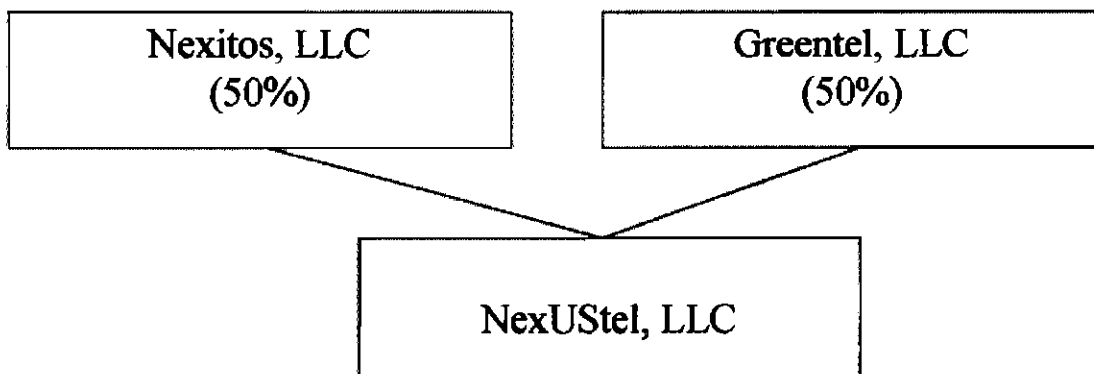
Dated: April [], 2009

EXHIBIT A

Pre-Transaction Illustrative Chart



Post-Transaction Illustrative Chart



VERIFICATION

I, Jorge Asecio, state that I am President of Nexitos, LLC, the parent of NexUStel, LLC, and President of NexUStel, LLC; that the foregoing filing was prepared under my direction and supervision; and that the contents are true and correct to the best of my knowledge, information, and belief.

I declare under penalty of perjury that the foregoing is true and correct. Executed this ____ day of April, 2009.

Jorge Asecio
NexUStel, LLC and Nexitos, LLC

VERIFICATION

I, Luis Echevarria, state that I am President of Greentel, LLC; that the foregoing filing was prepared under my direction and supervision; and that the contents are true and correct to the best of my knowledge, information, and belief.

I declare under penalty of perjury that the foregoing is true and correct. Executed this ____ day of April, 2009.

A handwritten signature in black ink, appearing to read 'Luis Echevarria', written over a horizontal line.

Luis Echevarria
Greentel, LLC